

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : **Chapter 11**
: **MOTORS LIQUIDATION COMPANY, et al.,** : **Case No. 09-50026 (REG)**
: **f/k/a General Motors Corp., et al.,** :
: **Debtors.** : **(Jointly Administered)**
: **X**
-----X

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
) ss:
COUNTY OF SUFFOLK)

I, Kimberly Gargan, being duly sworn, depose and state:

1. I am a Project Manager with The Garden City Group, Inc., the claims and noticing agent for the debtors and debtors-in-possession (the "Debtors") in the above-captioned proceeding. Our business address is 105 Maxess Road, Melville, New York 11747.

2. On December 29, 2010, at the direction of Weil, Gotshal & Manges LLP, counsel for the Debtors in the above-captioned case and pursuant to the **Notice of Debtors' 134th Omnibus Objection to Claims (Eurobond Deutsche Debt Claims) [Docket No. 8301]**, I caused to be served a customized **Notice of Objection to Individual Debt Claims**, a copy of which is annexed hereto as Exhibit "A", upon each of the parties set forth in Exhibit "B" annexed hereto (affected parties) by depositing same in a sealed, postage paid envelope at a United States Post Office for delivery by the United States Postal Service via First Class Mail.

/s/ Kimberly Gargan
Kimberly Gargan

Sworn to before me this
30th day of December 2010

/s/ Barbara Kelley Keane
Barbara Kelley Keane
Notary Public, State of New York
No. 01KE4760720
Qualified in Nassau County
Commission Expires: February 28, 2011

EXHIBIT A

OFFICIAL COURT DOCUMENT

**PLEASE CAREFULLY REVIEW THIS NOTICE AS IT WILL AFFECT YOUR CLAIM
IN THE GENERAL MOTORS CORPORATION (NOW MOTORS LIQUIDATION
COMPANY) BANKRUPTCY CASE**

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re : Chapter 11 Case No.
: :
MOTORS LIQUIDATION COMPANY, *et al.*, : 09-50026 (REG)
f/k/a General Motors Corp., *et al.* :
: :
Debtors. : (Jointly Administered)
: :
-----X

NOTICE OF OBJECTION TO INDIVIDUAL EUROBOND DEUTSCHE DEBT CLAIMS

[Claimant Name]

Claim Information					Basis For Objection
Date	Claim #	Debtor	Classification	Amount	Debtors' Plan already provides for claimants to receive a distribution on account of all accrued and unpaid interest, and the Objection is subject to confirmation of the Plan

PLEASE TAKE NOTICE THAT, on December 23, 2010, Motors Liquidation Company (formerly known as General Motors Corporation) (“**MLC**”) and its affiliated debtors, as debtors in possession (the “**Debtors**”), filed an objection to your proof of claim identified above. The name of the objection is the [insert ordinal] Omnibus Objection to Proofs of Claim of Holders of Eurobond Deutsche Debt Claims (the “**Objection**”).

You have received this notice because the Debtors have objected to your proof of claim and your rights will be affected.

You should read this notice carefully and discuss it with your attorney. If you do not have an attorney, you may wish to consult one.

A copy of the full Objection can be viewed at <http://www.motorsliquidationdocket.com/maincase.php3>. Or, you may request a complete copy of the Objection at the Debtors' expense, by contacting the Debtors at 1-800-414-9607, or by sending an e-mail to eurobondclaims@motorsliquidation.com.

By the Objection, and subject to confirmation of the Debtors' Amended Joint Chapter 11 Plan, dated December 7, 2010 (as may be amended, modified, or supplemented from time to time, the "**Plan**") (ECF No. 8015), the Debtors are seeking to disallow your above referenced claim. The reason for the Objection is that the Debtors believe that your right to a distribution is already provided for pursuant to the Plan. The Debtors believe that your claim arises solely from the notes or bonds issued under that certain Fiscal and Paying Agency Agreement, dated as of July 3, 2003, among MLC, Deutsche Bank AG London, and Banque Générale du Luxembourg S.A. (the "**Fiscal and Paying Agency Agreement**," and the claims arising from the notes or bonds issued thereunder, the "**Eurobond Deutsche Debt Claims**"). The Plan provides that an amount will be allowed for the benefit of all holders of Eurobond Deutsche Debt Claims (each holder, an "**Individual Eurobondholder**"), regardless of whether such Individual Eurobondholder filed a proof of claim against the Debtors in these chapter 11 cases, in the amount of \$3,772,694,419, which is equal to the outstanding principal plus accrued and unpaid interest as of, and based on the currency conversation rate on, June 1, 2009 (the "**Commencement Date**"). The Plan further provides that such amount will override and supersede any individual claims filed by record holders or beneficial owners of the affected debt securities. A date to consider confirmation of the Plan is currently scheduled for March 3, 2011.

The Debtors anticipate that, after the Plan has been confirmed in these cases, all Individual Eurobondholders will directly receive their distributions from Euroclear Bank or another clearing agency after surrendering their securities to Deutsche Bank, in its capacity as the fiscal and paying agent. This method of distribution will reduce administrative burdens in these cases and ensure that the proper claimants receive their distributions. As such, the Debtors believe that Individual Eurobondholders will not be prejudiced if the relief requested in the Objection is granted because, if the Plan is confirmed, Individual Eurobondholders will receive a distribution accounting for outstanding principal and accrued and unpaid interest, and even if the Plan is not confirmed, the Eurobond Deutsche Debt Claims will not be impacted as the relief requested in the Objection is expressly subject to confirmation of the Plan. The Debtors do not believe that your proof of claim asserts a claim in addition to seeking outstanding principal plus accrued and unpaid interest on notes or bonds issued under the Fiscal and Paying Agency Agreement. To the extent your proof of claim asserts a claim other than for principal plus accrued and unpaid interest, such claim will be disallowed if the Bankruptcy Court grants this Objection.

YOU WILL NOTICE THAT the Objection requests that the Bankruptcy Court expunge and disallow your claim listed above, subject to confirmation of the Plan. **Any claim that the Bankruptcy Court expunges and disallows will be treated as if it had not been filed, and you will not be entitled to any distribution from the Debtors' estates on account of that specific claim, although the entitlement to receive distributions through the fiscal and paying agent will not be affected.**

If you disagree with the Objection's treatment of your claim, you may call the Debtors to try and resolve your concerns at **1-800-414-9607**. If you are unable to resolve your concerns with the Debtors before the deadline to respond, then you must file and serve a written

response (a “**Response**”) to the Objection in accordance with this notice and you must appear at the Hearing described below.

You may participate in the Hearing telephonically provided that you comply with the Court’s instructions, which can be found on the Court’s website at www.nysb.uscourts.gov (the official website for the Bankruptcy Court), by clicking on “Directories” on the left hand side, and then clicking on “Telephonic Appearance Provider.” You must also provide prior written notice by mail or e-mail of your telephonic appearance to (i) Weil, Gotshal & Manges LLP, attorneys for the Debtors, 767 Fifth Avenue, New York, New York 10153 (Attn: Edward Wu, Esq. (edward.wu@weil.com)) and (ii) Kramer Levin Naftalis & Frankel LLP, attorneys for the statutory committee of unsecured creditors, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Lauren Macksoud, Esq. (lmacksoud@kramerlevin.com)).

If you do not oppose the disallowance and expungement of your claim, then you do not need to file a Response or appear at the Hearing (as defined below).

PLEASE TAKE FURTHER NOTICE THAT a hearing (the “**Hearing**”) on the Objection is scheduled to be held before the Honorable Robert E. Gerber, United States Bankruptcy Judge, in Courtroom No. 621 of the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”), Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, on **February 3, 2011 at 9:45 a.m. (Eastern Time)**. If you file a Response to the Objection, you should plan to appear at the Hearing either in person or telephonically. The Debtors, however, reserve the right to continue the Hearing on the Objection with respect to your claim. If the Debtors do continue the Hearing with respect to your claim, then the Hearing will be held at a later date. If the Debtors do not continue the

Hearing with respect to your claim, then a Hearing on the Objection will be conducted on the above date.

PLEASE TAKE FURTHER NOTICE THAT the deadline to submit a Response is **January 27, 2011 at 4:00 p.m. (Eastern Time)**. Only those Responses that are timely will be considered at the Hearing. Your Response will be deemed timely only if it is: (i) filed with the Bankruptcy Court electronically using the Bankruptcy Court's case filing system (The User's Manual for the Electronic Case Filing System can be found at www.nysb.uscourts.gov) before the deadline for Responses; **or** (ii) **actually** received on a 3.5 inch disk, in text-searchable Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format **and** in hard copy at each of the following addresses on or before the deadline for response:

- A. Chambers of the Honorable Robert E. Gerber, United States Bankruptcy Court, One Bowling Green, Room 621, New York, New York 10004-1408;
- B. Weil, Gotshal & Manges LLP, attorneys for the Debtors, 767 Fifth Avenue, New York, New York 10153 (Attn: Joseph H. Smolinsky, Esq.); and
- C. Kramer Levin Naftalis & Frankel LLP, attorneys for the statutory committee of unsecured creditors, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Lauren Macksoud, Esq.).

Your response, if any, must contain at a minimum the following: (i) a caption setting forth the name of the Bankruptcy Court, the names of the Debtors, the case number and the number of the Objection to which the response is directed; (ii) the name of the claimant and description of the basis for the amount of the claim; (iii) a concise statement setting forth the reasons why the claim should not be disallowed and expunged for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which you will

rely in opposing the Objection; (iv) all documentation or other evidence of the claim, to the extent not included with the proof of claim previously filed with the Bankruptcy Court, upon which you will rely in opposing the Objection; (v) the address(es) to which the Debtors must return any reply to your response, if different from that presented in the proof of claim; and (vi) the name, address, and telephone number of the person that can be contacted in connection with the Objection.

If the Bankruptcy Court does NOT disallow and expunge your claim listed above, then the Debtors have the right to object on other grounds to your claim (or to any other claims you may have filed) at a later date. You will receive a separate notice of any such objections.

If you have any questions about this notice or the Objection, please contact the Debtors at **1-800-414-9607**. CLAIMANTS SHOULD NOT CONTACT THE CLERK OF THE BANKRUPTCY COURT TO DISCUSS THE MERITS OF THEIR CLAIM.

PLEASE TAKE FURTHER NOTICE THAT the Court may grant the relief requested in the Objection without further notice or a hearing if you fail to file a timely Response or appear at the Hearing.

Dated: New York, New York
December 23, 2010

Harvey R. Miller
Stephen Karotkin
Joseph H. Smolinsky

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

Attorneys for Debtors
and Debtors in Possession

EXHIBIT B

CASSA DI RISPARMIO DEL FRIULI VENEZIA GIULIA SPA
CORSO VERDI 104
34170 GORIZIA ITALY

CASSA DI RISPARMIO DEL FRIULI VENEZIA GIULIA SPA
WHITE & CASE LLP
ATTN ABRAHAM ZYLBERBERG
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DEL VENETO S.P.A.
CORSO GARIBALDI, 22/26
35122 PADOVA ITALY

CASSA DI RISPARMIO DEL VENETO S.P.A.
WHITE & CASE LLP
ATTN ABRAHAM ZYLBERBERG
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DELLA PROVINCIA DI CHIETI SPA
VIA COLONNETTA 24
66100 CHIETI SCALO ITALY

CASSA DI RISPARMIO DELLA PROVINCIA DI CHIETI S
VIA COLONNETTA N. 24
66100 CHIETI SCALO ITALY

CASSA DI RISPARMIO DELLA PROVINCIA DI VITERBO S P A
ATTN: GABRIELLA CASTIELLO
VIA MAZZINI, 129
01100 VITERBO ITALY

CASSA DI RISPARMIO DELLA PROVINCIA DI VITERBO S P A
WHITE & CASE LLP
ATTN: ABRAHAM ZYLBERBERG
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DELLA REPUBBLICA DI SAN M
PIAZZETTA DEL TITANO 2
47890 SAN MARINO

CASSA DI RISPARMIO DELLA REPUBBLICA DI SAN MARINO
PIAZZETTA DEL TITANO 2
47890 SAN MARINO

CASSA DI RISPARMIO DELLA REPUBBLICA DI SAN MARINO
PIAZZETTA DEL TITANO 2
47890 SAN MARINO

CASSA DI RISPARMIO DELLA SPEZIA S.P.A.
C.SO CAVOUR 86
19121 LA SPEZIA ITALY

CASSA DI RISPARMIO DELLA SPEZIA S.P.A.
C/O WHITE & CASE LLP
ATTN ABRAHAM ZYLBERBERG
1155 AVE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DI ALESSANDRIA S.P.A.
ATTN: BRUNO GHIGLIONE
VIA DANTE 2
15100 ALESSANDRIA ITALY

CASSA DI RISPARMIO DI ASCOLI PICENO S P A
63100 ASCOLI PICENO
CORSO MAZZINI 190 ITALY

CASSA DI RISPARMIO DI ASCOLI PICENO S.P.
WHITE & CASE LLP
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DI ASTI SPA
PIAZZA LIBERTA' 23
14100 ASTI ITALY

CASSA DI RISPARMIO DI CENTO S.P.A.
VIA MATTEOTTI 8/B
44042 CENTO FE ITALY

CASSA DI RISPARMIO DI CITTA DI CASTELLO SPA
PIAZZA MATTEOTTI, 1
06012 CITTÀ DI CASTELLO PG ITALY

CASSA DI RISPARMIO DI CITTA DI CASTELLO SPA
WHITE & CASE LLP
ATTN ABRAHAM ZYLBERBERG
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DI CIVITAVECCHIA S.P.A
CORSO CENTOCELLE 42
00053 CIVITAVECCHIA ITALY

CASSA DI RISPARMIO DI CIVITAVECCHIA S.P.A
WHITE & CASE LLP
ATTN ABRAHAM ZYLBERBERG
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DI FERRARA S.P.A.
CORSO GIOVECCA, 108
FERRARA, 44121

CASSA DI RISPARMIO DI FERRARA S.P.A.
CORSO GIOVECCA, 108
FERRARA 44121 ITALY

CASSA DI RISPARMIO DI FOLIGNO S.P.A.
CORSO CAVOUR N. 36
06034 FOLIGNO ITALY

CASSA DI RISPARMIO DI FOLIGNO S.P.A.
WHITE & CASE LLP
ATTN ABRAHAM ZYLBERBERG
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DI FOSSANO SPA
VIA ROMA 122
ATTENTION MR ENZO RIBERO
12045 FOSSANO CUNEO ITALY

CASSA DI RISPARMIO DI LORETO SPA
C/O BANCA DELLE MARCHE SPA
ATTN ENZO TELLONI
VIA GHISHERI 6
60035 JESI (AN) ITALY

CASSA DI RISPARMIO DI LORETO SPA
LOEB & LOEB LLP
345 PARK AVENUE
ATTN WALTER H CURCHACK & DANIEL B BESIKOF
NEW YORK, NY 10154

CASSA DI RISPARMIO DI LUCCA PISA E LIVORNO S
FRANCESCO DI PIETRO ESQ
WUERSCH & GERING LLP
100 WALL STREET
21ST FLOOR
NEW YORK, NY

CASSA DI RISPARMIO DI PARMA E PIACENZA S P A
ATTENTION MR PAOLO CAVAZZINI
VIA UNIVERSITA 1
43121 PARMA ITALY

CASSA DI RISPARMIO DI PISTOIA E PESCIA SPA
51100 PISTOIA
VIA ROMA 3 ITALY

CASSA DI RISPARMIO DI PISTOIA E PESCIA SPA
WHITE & CASE LLP
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DI RAVENNA SPA
PIAZZA GARIBALDI 6
48121 RAVENNA (RA) ITALY

CASSA DI RISPARMIO DI RIETI S.P.A.
VIA GARIBALDI, 262
02100 RIETI ITALY

CASSA DI RISPARMIO DI RIETI S.P.A.
WHITE & CASE LLP
ATTN ABRAHAM ZYLBERBERG
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DI SALUZZO SPA
CORSO ITALIA 86
12037 SALUZZO CN ITALY

CASSA DI RISPARMIO DI SALUZZO SPA
CORSO ITALIA 86
12037 SALUZZO CN ITALY

CASSA DI RISPARMIO DI SPOLETO SPA
C/O WHITE & CASE LLP
ATTN ABRAHAM ZYLBERBERG
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DI SPOLETO SPA
VIA F. CAVALLOTTI N 6
06049 SPOLETO ITALY

CASSA DI RISPARMIO DI TERNI E NARNI S P A
ATTN: DEPARTMENT OF ASSISTENZA FILIALI
CORSO C TACITO, 49
05100 TERNI ITALY

CASSA DI RISPARMIO DI TERNI E NARNI S P A
WHITE & CASE LLP
ATTN: ABRAHAM ZYLBERBERG
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DI VENEZIA SPA
C/O WHITE & CASE LLP
ATTN ABRAHAM ZYLBERBERG
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA DI RISPARMIO DI VENEZIA SPA
S.MARCO 4216
30124 VENEZIA ITALY

CASSA DI RISPARMIO DI VOLTERRA S P A
ATTN MR PAOLO REGOLINI
PIAZZA DEI PRIORI 16/18
56048 VOLTERRA (PI) ITALY

CASSA DI RISPARMIO IN BOLOGNA S.P.A.
VIA FARINI 22
40124 BOLOGNA ITALY

CASSA DI RISPARMIO IN BOLOGNA S.P.A.
WHITE & CASE LLP
ATTN: ABRAHAM ZYLBERBERG
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

CASSA LOMBARDA
VIA MANZONI 12/14
20121 MILANO ITALY

CASSA LOMBARDA SPA
VIA MANZONI 12/14
20121 MILANO ITALY

CASSA PADANA BANCA DI CREDITO COOPERATIVO - SOCIETA'
ATTN: ANDREA ZANONI
VIA GARIBALDI N 25
25024 LENO (BS), ITALY

CASSA RISPARMI MILANO LOMBARDIA
CASSA RISPARMI MILANO E LOMBARDIA SPA
VIA GIORGIO GIULIANI 3
20123 MILANO (MI) ITALY

CASSA RURALE - BANCA DI CREDITO COOPERATIVO DI TREV
SOCIETA COOPERATIVA
ATTN: DEBORA MILANESI
VIA C CARCANO NR 6
24047 TREVIGLIO (BG) ITALIA

CASSA RURALE ED ARTIGIANA DELL AGRO PONTINO BANCA
C/O ORRICK HERRINGTON & SUTCLIFFE LLP
ATTN ALYSSA D ENGLUND ESQ
666 FIFTH AVE
NEW YORK, NY 10103

CASSA RURALE ED ARTIGIANA DELL AGRO PONTINI
COOPERATIVO SOCIETA COOPERATIVA
ATTN MASSIMILIARIO CARBONE
VIA F CORRIDONI N 37
04014 PONTINIA LT ITALY

CASSA RURALE ED ARTIGIANA DI BOVES BANCA DI CREDITO
BOVES CUNEO SOCIETA COOPERATIVA
ATTN LUCIANO GHINAMO
PIAZZA ITALIA 44
12012 BOVES ITALIA

CASSA RURALE ED ARTIGIANA DI BOVES BANCA DI CREDITO
C/O ORRICK HERRINGTON & SUTCLIFFE LLP
ATTN ALYSSA D ENGLUND ESQ
666 FIFTH AVE
NEW YORK, NY 10103

CASSA RURALE ED ARTIGIANA DI CANTU BANCA DI
SOCIETA COOPERATIVA
ATTN PAOLA MUTTON
CORSO UNITA D ITALIA 11
22063 CANTU (CO) ITALY

CASSA RURALE ED ARTIGIANA DI CASTELLANA GROTTE CRE
ORRICK HERRINGTON & SUTCLIFFE LLP
ATTN ALYSSA D ENGLUND ESQ
666 FIFTH AVENUE
NEW YORK, NY 10103

CASSA RURALE ED ARTIGIANA DI CASTELLANA GROTTE CRE
SOCIETA COOPERATIVA
ATTN SIG FRANCESCO FARES
VIA ROMA 54
70013 CASTELLANA GROTTE (BA) ITALIA

CASSA RURALE ED ARTIGIANA DI CORTINA D'AMPEI
ATTN ALYSSA D ENGLUND ESQ
ORRICK HERRINGTON & SUTCLIFFE LLP
666 FIFTH AVENUE
NEW YORK, NY 10103

CASSA RURALE ED ARTIGIANA DI CORTINA D'AMPEZZO E DEI CREDITO COOPERATIVO - SOCIETA COOPERATIVA ATTN FABIO GASPARI CORSO ITALIA 80 32043 CORTINA D'AMPEZZO (BL) ITALY	CASSA RURALE ED ARTIGIANA DT BRENDOLA CREDITO COOF ATTN ELENA MAGARAGGIA PIAZZA DE MERCATO 15 36040 BRENDOLA VI ITALY	CASSA RURALE ED ARTIGIANA SAN GIUSEPPE CREI COOPERATIVO CAMERANO ATTN MARCO NAGNI VIA MONS DONZELLI 34/36 60021 CAMERANO (AN) ITALIA
CASTELLANETA MARIA GIUSEPPINA VIALE AVENTINO 102 00153 ROMA (ITALY)	CASTELLANO ANDREANO C/O LA SCALA STUDIO LEGALE E TRIBUTARIO CORSO MAGENTA N 42 20123 MILANO ITALY	CASTELLI FRANCO VIA FABIO FILZI 24 26026 PIZZIGHETTONE (CR) ITALY
CASU AMEDEO 149450 CORSO UMBERTO 81 9073 CUGLIERI OR ITALY	CATARINA HOFMANN BERG 17 5302 HENNDORF AUSTRIA	CATEMARIO DI QUADRI MARIA VITTORIA PIAZZA STEFANO JACINI NO 23 00191 ROMA ITALY
CATERINA AGNOLIN C/O AVV PIETRO PAOLO MENNEA VIA SILLA NO 7 00192 ROME ITALY	CATERINA NORINA & LOMBARDI DOMENICO VIA PODGORD 157 71017 TORREMEGGIORE (FG) ITALY	CAUDRON VIVIANE AVENUE MASCAUX 573 6001 MARCINELLE BELGIUM
CAVADINI, UMBERTO C/O LA SCALA STUDIO LEGALE E TRIBUTARIO CORSO MAGENTA N 42 20123 MILANO ITALY	CAY KUSCHEL BERNADOTTESTRASSE 48 A 22763 HAMBURG GERMANY	CERACCHI DELFINO VIA PANTANELLE 97 04011 APRILIA (LT)
CEREABANCA 1897 CREDITO COOPERATIVO SOCIETA COOPE ATTN UFFICIO TITOLI VIA PANDE 30 37053 CERE (VR) ITALIA	CEROX GMBH TECHNISCHE KERAMIK DOLLMANNSTR 11 94327 BOGEN, GERMANY	CESARE GUASCONI VIALE RISORGIMENTO, 5 26845 CODOGNO LODI ITALY
CHADMIN B.V. DE HEER R.L.O. DU CHATENIER VALKEVEENSELAAN 60 1411 GT NAARDEN NETHERLANDS	CHANTAL VAN CUTSEM HERMAN VOSSTRAAT 5 B 3 2600 BERCHEM ANTWERP BELGIUM	CHANTALLE BOCK HAUPTSTR 5 76857 EUBERTHAL GERMANY
CHARLES DEL PORTO CHEMIN DU LAC 1 1195 DULLY, SWITZERLAND	CHARLES FABRY CLOS DU PARADES 27 1300 WAVRE BELGIUM	CHARLES FABRY CLOS DU PARADES 27 1300 WAVRE BELGIUM
CHARLES LECLUYSE FRUITHOFLAAN 89 2600 BERCHEM ANTWERP BELGIUM	CHARLOTTE HERZOG-DAVISON SCHOENWASSERSTR 220 47800 KREFELD GERMANY	CHARLOTTE KOELLIKER C/O THOMAS KOELLIKER IM SEEGARTE 14 CH-8507 LANDSCHLACHT SWITZERLAND
CHARLOTTE LERCH ADOLF-SCHWEER-STRASSE 7 31655 STADTHAGEN GERMANY	CHARLOTTE NICOLAY UELLENDÄHLER STR 204 D-42109 WUPPERTAL GERMANY	CHARLOTTE TIEDT OSANNSTRASSE 28 DARMSTADT 64285 GERMANY

CHARLOTTE WUTTE
PARBASDORFERSTRASSE 1
DEUTSCH WAGRAM 2232 AUSTRIA

CHENG RUEY HO
ENDERSTRASSE 6
5400 HALLEIN AUSTRIA

CHEVIOT ASSET MANAGEMENT
90 LONG ACRE
LONDON WC2E 9RA GREAT BRITAIN

CHIESA COSTANZO
VIA CREVA CUORE 59/BIS
10146 TORINO (TO) ITALY

CHIESI RENZO & SIGHINOLFI GRAZIELLA
VIA UMBERTO TONINI 24
41126 COGNENTO (MO) ITALY

CHILLOTTI MARIA PIA
VIALE SANTA BARBARA 7
8040 ULASSAI OG ITALY

CHLADEK
CHLADEK IRMIN
NESTROYWEG 14
A-2351 WR NEUDORF AUSTRIA

CHLADEK
CHLADEK IRMIN
NESTROYWEG 14
A-2351 WR NEUDORF AUSTRIA

CHRIS NOELMANS
F KINNENSHOAL 25
1950 KRAAINEM BELGIUM

CHRISTA ALBRECHT KUNZ
KARL HEINRICH WAGGERTWEG 13
A-2344 MARIA ENZERSDORF AUSTRIA

CHRISTA FRIEDRICH
BUSSARDSTRASSE 7
33790 HALLE (WESTFALEN) GERMANY

CHRISTA GREIBER
IRIS MEDER
KARL MARX STR 24
D 14482 POTSDAM GERMANY

CHRISTA GREIBER
LILIENSTR 5
D- 66763 DILLINGEN GERMANY

CHRISTA ILG
C/O R KLIER
GENTER STR. 12
51149 KOELN GERMANY

CHRISTA KONOPASEK
KAERNTERSTRASSE 273
8700 LEOBEN AUSTRIA EUROPA

CHRISTA KRESS
ZEPPELINSTRASSE 26
70193 STUTTGART GERMANY

CHRISTA LAAKE
KOELNISCHE STRASSE 44
12439 BERLIN GERMANY

CHRISTA LEGER
ALTE KIRCHSTEIGE 8
72160 HORB GERMANY

CHRISTA LINGL
DEUTSCHE BUNDESBANK
POSTFACH 11 12 32
SERVICENTRUM WERTPAPIERABWICKLUNG DEPOT
1D-60047 FRANKFURT MAIN GERMANY

CHRISTA LINGL
HELMUT LINGL-NACHLASS
FREIHERR-VOM-STEIN STR 10
D-64372 OBER-RAMSTADT GERMANY

CHRISTA LORENZ
MOLLSTR 36/11 02
10405 BERLIN GERMANY

CHRISTA LORENZ
MOLLSTR 36/11 02
10405 BERLIN GERMANY

CHRISTA MUELLER
WALTER MUELLER & CHRISTA MUELLER
AM BRAHMBERG 36
24568 KATTENDORF GERMANY

CHRISTA MULLER
TREFFAUERSTR 42
81373 MUNCHEN GERMANY

CHRISTA U. HUBERT LAXY
FURTWAEGLERSTR 45
BAYREUTH DEUTSCHLAND 95445

CHRISTA-R HORBELT
DOMBUHLER STR 49E
D-90449 NUEMBERG GERMANY

CHRISTEL GARCIA
AUGUST-BEBEL-STR 176
D-33602 BIELEFELD GERMANY

CHRISTEL IPPENDORF
BODENDORFERSTR. 30
53489 SINZIG GERMANY

CHRISTEL ROCHAU
RELEMBERGSTRASSE 54
70174 STUTTGART GERMANY

CHRISTIAN ASSEL
URFTSTR 112
41239 MOENCHENGLADBACH GERMANY

CHRISTIAN BECK
SIEMENSSTRASSE 5
84478 WALDKRAIBURG GERMANY

CHRISTIAN BERTHOLD
RICHTERSTR 19
12105 BERLIN GERMANY

CHRISTIAN BERTHOLD
RICHTERSTR 19
12105 BERLIN, GERMANY

CHRISTIAN CZOSSECK
VABAOHUMUUSEUMITEE 4-34
13522 TALLINN, ESTONIA

CHRISTIAN DANNENBERG
WOLLANKSTRA E 20
13187 BERLIN GERMANY

CHRISTIAN DOLATKOWSKI
MARKELSTR 54A
12163 BERLIN GERMANY

CHRISTIAN FRITZ-BARTSCH
UHLANDSTR 7
49525 Lengerich GERMANY

CHRISTIAN GRODON
WAGNERSTR. 20
73765 NEUHAUSEN GERMANY

CHRISTIAN HAMM
HERZBROICHER WEG 12
41352 KORSCHENBROICH GERMANY

CHRISTIAN HOFFMANN
MAIN-NECKER-BAHN STR. 106
68535 EDINGEN-NECKARHAUSEN GERMANY

CHRISTIAN HUBERT
AUGSBURGER WEG 94
33102 PADERBORN GERMANY

CHRISTIAN KELLETER
AM MÜHLENGRABEN 3
52249 ESCHWEILER GERMANY

CHRISTIAN KUMMER
INCORE BANK AG
DREIKOENIGSTRASSE 8
CH-8022 ZURICH SWITZERLAND

CHRISTIAN KUMMER
INCORE BANK AG
DREIKOENIGSTRASSE 8
CH-8022 ZURICH SWITZERLAND

CHRISTIAN LANG
ROTECK 11
36367 WARTENBERG GERMANY

CHRISTIAN LANGE
KOPERNIKUSSTR 16A
01979 LAUCHHAMMER GERMANY

CHRISTIAN LANGE
KOPERNIKUSSTRASSE 16A
01979 LAUCHHAMMER GERMANY

CHRISTIAN LEIPERT
WIMSENERSTR.14
D-72539 PFRONSTETTEN-TIGERFELD, GERMANY

CHRISTIAN LOESCHKE
KARL-KRULL-STR 52
D-18437 STRALSUND GERMANY

CHRISTIAN MAAS
SALLSTR 64
30171 HANNOVER GERMANY

CHRISTIAN MACK
DEUTERSTRASSE 9
86356 NEUSAESS, GERMANY

CHRISTIAN MACK
DEUTERSTRASSE 9
NEUSAESS 86326 GERMANY

CHRISTIAN MACK
DEUTERSTRASSE 9
NEUSAESS 86356 GERMANY

CHRISTIAN MANKIEWICZ
PRENZLAUER ALLEE 176
10409 BERLIN GERMANY

CHRISTIAN MICHLICK
RUBEN-WOLF-STR. 28
D-12524 BERLIN GERMANY

CHRISTIAN MUSSNER
COL DA LECH 8
39048 SELVA GARDENA ITALY

CHRISTIAN NAGLER
ESERWALLSTRASSE 17
86150 AUGSBURG GERMANY

CHRISTIAN RAUH
FRIEDRICH-EBERT-STRASSE 41
70191 STUTTGART GERMANY

CHRISTIAN ROMER
MARTIN SCHLEYER STR 23
78465 KONSTANZ GERMANY

CHRISTIAN ROTHWEILER
RAINER ROTHWEILER (FATHER)
BEETHOVENSTR 34
D-72581 DETTINGEN

CHRISTIAN SCHMITT
GROSSHERZOG-FRIEDRICH-STR 63
66111 SAARBRUECKEN GERMANY

CHRISTIAN SCHULZE
HAYDN STR 20
70145 STUTTGART
70145 STUTTGART GERMANY

CHRISTIAN SHERZER
NIEDERSCHWARZBACH 14
40822 METTMANN GERMANY

CHRISTIAN SINGER
KEMMATHEN 19
91355 HILTPOLTSTEIN, GERMANY

CHRISTIAN TEUNER
AM RIEDBORN 29
D 61250 USINGEN GERMANY

CHRISTIAN THUN
HARDTSTRASSE 69 A
40629 DUESSELDORF GERMANY

CHRISTIAN VON HOUANNE
LÜDER-VON-BENTHEIM STR 41
D 28209 BREMEN GERMANY

CHRISTIAN WAGNER
ERLENBACHER STRASSE 3
FRANKFURT AM MAIN 60389 GERMANY

CHRISTIAN WIMMER
LANDSTRASSE 44
4050 TRAUN AUSTRIA

CHRISTIAN WITTE
FRANZENSBADER STR. 6B
BERLIN, 14193

CHRISTIAN WUTZL
HASLINGERGASSE 44
1170 VIENNA AUSTRIA

CHRISTIAN ZAGRODNICK
KURT-EISNER-STR 5
06110 HALLE GERMANY

CHRISTIANE MATHIEU
AVENUE DU BON AIR 62
5020 VEDRIN BELGIUM

CHRISTIANE THOMAS
KIRCHENSTRASSE 81
D-81675 MUENCHEN GERMANY

CHRISTIANE THOMAS
KIRCHENSTRASSE 81
D-81675 MUENCHEN GERMANY

CHRISTIANE WOETZEL
DRUSUSSTRASSE 5
53111 BONN GERMANY

CHRISTIANS HORST R & HEIDEMARIE HORST R CHRISTIANS
KLISTOSTR 3
14165 BERLIN GERMANY

CHRISTINA GEYER
UNTERE KIRCHGASSE 13
MOEMBRIS GERMANY 63776

CHRISTINA JAKOBI
ZUR HOHE 4
35066 FRANKENBERG GERMANY

CHRISTINA NEUNKIRCH
ROTTLANDSTRASSE 34
D-53229 BONN GERMANY

CHRISTINA RUSS
ALPENROSENSTR. 29
71364 WINNENDEN GERMANY

CHRISTINA STRUTZ
BANGARTEN 4
9490 VADUZ LIECHTENSTEIN

CHRISTINA WILBERT
NEUENHAUSSTR 35
D-40699 ERKRATH GERMANY

CHRISTINA ZINK
AM HEERWEG 14
97725 ELFERSHAUSEN GERMANY

CHRISTINE ALBL
GOETHESTR 16
75249 KIESELBRONN, GERMANY

CHRISTINE AND HERMANN KUMPFERT
JULIAN-MARCHLEWSKI-RING 12
16303 SCHWEDT/ODER GERMANY

CHRISTINE BUDIAN
IM HOEHLCHEN 36
65795 HATTERHEIM GERMANY

CHRISTINE HALBIG
C/O DEPOSITBANK
COMDIRECT BANK AG
PASCALKEHRE 15
D25451 QUICKBORN GERMANY

CHRISTINE HALBIG
C/O STEFFEN HALBIG BEVOLLMACHTIGTER (MANAGING
AGENT)
FLURSTRASSE 3
D61440 OBERURSEL GERMANY

CHRISTINE HALBIG
C/O STEFFEN HALBIG, BEVOLLMACHTIGTER (MANA
AGENT)
FLURSTRASSE 3
D61440 OBERURSEL GERMANY

CHRISTINE HALBIG
C/O STEFFEN HALBIG, MANAGING AGENT
BEVOLLMACHTIGTER
FLURSTRASSE 3
D61440 OBERURSEL GERMANY

CHRISTINE HALBIG
C/O STEFFEN HALBIG, MANAGING AGENT
BEVOLLMACHTIGTER
FLURSTRASSE 3
D-61440 OBERURSEL GERMANY

CHRISTINE HALBIG
STEFFEN HALBIG - BEVOLLMACHTIGTER
FLURSTRASSE 3
D61440 OBERURSEL GERMANY

CHRISTINE HALBIG
STEFFEN HALBIG - BEVOLLMACHTIGTER
FLURSTRASSE 3
D-61440 OBERURSEL GERMANY

CHRISTINE HALBIG
URSELBACHSTRASSE 28
D61440 OBERURSEL GERMANY

CHRISTINE HALBIG
URSELBACHSTRASSE 28
D61440 OBERURSEL GERMANY

CHRISTINE HUERTH
EDUARD-HEIS-STR. 20
51061 COLOGNE GERMANY

CHRISTINE LANGWIEDER
KLEINGERSTETTEN 2
83416 SAALDORF-SURHEIM GERMANY

CHRISTINE MODERSBACH-ROTH
HINDENBURGSTRASSE 14
D-96450 COBURG GERMANY

CHRISTINE NISSEN
STENZELRING 12
21107 HAMBURG, GERMANY

CHRISTINE SCHMIDT
FOERSTEREISTRASSE 34
01099 DRESDEN GERMANY

CHRISTINE SCHOERG
KAISERALLEE 38
2100 KORNEUBURG AUSTRIA

CHRISTINE STEINER
POSSENHOFENER STR. 51
82319 STARNBERG GERMANY

CHRISTINE THEILLOUT
ROSENSTRASSE 11
57548 KIRCHEN DE GERMANY

CHRISTINE THEILLOUT
ROSENSTRASSE 11
KIRCHEN DE 57548 GERMANY

CHRISTINE VON MICHALKOWSKI
MILCHSTRASSE 17
85049 INGOLSTADT GERMANY

CHRISTINE WENZEL
BERKAER WEG 5
04207 LEIPZIG GERMANY

CHRISTL ENGMANN
LINNENAECKERWEG 7
D-75395 OSTELSHEIM GERMANY

CHRISTOF ROPERTZ
BRAHMSSTR 10
71254 DITZINGEN GERMANY

CHRISTOPH BACH
RICHARD-STRAUSS-STRASSE 43
91315 HOECHSTADT GERMANY

CHRISTOPH BLEIF
ZUM ALLENGRUND 10
55585 ALTENBAMBERG GERMANY

CHRISTOPH BONK
VICTOR-KLEMPERER-STR 3
01217 DRESDEN GERMANY

CHRISTOPH BONK
VICTOR-KLEMPERER-STR 3
01217 DRESDEN GERMANY

CHRISTOPH BUSCHE
GUMBINNENWEG 3
31141 HILDESHEIM GERMANY

CHRISTOPH DEBETS
SCHILLERSTRASSE 29
36043 FULDA GERMANY

CHRISTOPH DITSCHLER
AM KESBGRABEN 5
37154 NORTHEIM GERMANY

CHRISTOPH DUKER
KOHLEN STRASSE 23
45289 ESSEN, GERMANY

CHRISTOPH EHRET
BAUHOISTR 3
85049 INGOLSTADT GERMANY

CHRISTOPH HEISTER
ESSENER STR 16
D-38108 BRAUNSCHWEIG GERMANY

CHRISTOPH HOPT
KREUZSTEIGE 6
79249 MERZHAUSEN GERMANY

CHRISTOPH JUNG
BGM-JAKOB-KARG-STR 14
D-85630 GRASBRUNN GERMANY

CHRISTOPH KOPSCHINA
HELIOSSTR 19
BERLIN 42685 GERMANY

CHRISTOPH LANG
ERNST-LUDWIG-STR 12
68623 LAMPERTHEIM GERMANY

CHRISTOPH LENZ
STERNSTR 5
83624 OTTERFING GERMANY

CHRISTOPH LUETHE
ERBACHER STRASSE 24
TAUNUSSTEIN 65232 GERMANY

CHRISTOPH UNGLERT
REICHEMSTEINSTR 6
86156 RUGSBURG GERMANY

CHRISTOPH WENZEL
OTTO-SCHMIEDT-STR. 30A
LEIPZIG 04179 GERMANY

CHRISTOPH WICHARDT
WOERHSTRASSE 94
49092 ONABRUECK GERMANY

CHRISTOPH WICHARDT
WOERTHSTRASSE 94
49092 OSNABRUECK GERMANY

CHRISTOPHE BOEMER
RUE DE STRASBOURG, 33
2561 LUXEMBOURG

CHRISTOPHER FRANZ
ROTBERGKAMP 10A
21079 HAMBURG GERMANY

CHRISTOPHER FRANZ
ROTBERGKAMP 10A
21079 HAMBURG GERMANY

CHRISTOPHER G SEIBEL
PO BOX 4673
D 54236 TRIER GERMANY

CHRISTOPHER ROTH-POLGAR (CHILD)
FAMILY ROTH-POLGAR
NORMANNENSTR.40
90461 NUERNBERG GERMANY

CHRISTUSKIRCHE OTHMARSCHEN
ROOSENS WEG 28
22605 HAMBURG GERMANY

CIALLELLA MASSIMILIANO
C.DA CASALE, 13
ATESSA CH, 66041 ITALY

CIANI FABRIZIO
PIAZZA MUNICIPIO 8
33050 TRIVIGNANO UDINESE UDINE, ITALY

CICCOCIOPPO MARIO PETROSEMOLO ANTONIETTA
VIA PER FOSSACESIA 100
66034 LANCIANO CH ITALY

CINZIA LARDI
VIA FOGUANI 19
41100 MODENA (MO) ITALY

CITIGROUP GLOBAL MARKETS INC
C/O CITIBANK NA
OPS III, 1615 BRETT ROAD
NEW CASTLE, DE 19720

CITITRUST MF 10031700
C/O CITITRUST SPA
FORO BUONAPARTE 16
20121 MILANO ITALY

CLA INVESTMENTS LTD
C/O GUSTAVO GUERINI
BETA CAPITAL MANAGENT
777 BRICKELL AVE SUITE 1201
MIAMI, FL 33131

CLAIRE DE BETHUNE
RUE LANGEVELD 99
1180 UCCLE BELGIUM

CLARA DE MARCHI
EDIFICIO MISTRAL
2 A PLANTA INT 14
PUERTO DE MOGAN GRAN CANARIA ESPANA

CLARA LUZIA MERZ
BULZINGERSTR 39
78604 RIETHEIM-WEILHEIM GERMANY

CLARA SCHENKE
HUBERTUSSTR 22
85662 HOHENBRUNN GERMANY

CLARA TIMMERBEIL
GUTENBERGSTRASSE 2C
32756 DETMOLD

CLAREN ROAD CREDIT MASTER FUND LTD
C/O SEWARD & KISSEL LLP
ATT JOHN R ASHMEAD
ONE BATTERY PARK PLAZA
NEW YORK, NY 10004

CLAREN ROAD CREDIT MASTER FUND LTD
C/O SEWARD & KISSEL LLP
ATT JOHN R ASHMEAD
ONE BATTERY PARK PLAZA
NEW YORK, NY 10004

CLAREN ROAD CREDIT MASTER FUND LTD
C/O SEWARD & KISSEL LLP
ATT JOHN R ASHMEAD
ONE BATTERY PARK PLAZA
NEW YORK, NY 10004

CLAREN ROAD CREDIT MASTER FUND LTD
C/O SEWARD & KISSEL LLP
ATTN JOHN R ASHMEAD
ONE BATTERY PARK PLAZA
NEW YORK, NY 10004

CLARIDEN LEU SINGAPORE BRANCH
C/O CREDIT SUISSE AG SINGAPORE BRANCH
ON BEHALF OF NOTEHOLDERS
1 RAFFLES LINK #05-02
039393 SINGAPORE

CLARIVAL GROUP S A
KATTEN MUCHIN ROSENMAN LLP
ATTN NOAH HELLER
575 MADISON AVE
NEW YORK, NY 10022-2585

CLAUDE PEFFER
CLAUDE PEFFER-WELLER
23 RUE DE JUNGLINSTER
L-6160 BOURGLINSTER LUXEMBOURG

CLAUDIA DENGEL
TAUNUSSTR 97
35510 BUTZBACH GERMANY

CLAUDIA GARGANO
MEMELSTRASSE 12
36043 FULDA GERMANY

CLAUDIA HOPPE
ALLERBLICK 12
D 29693 HODENHAGEN GERMANY

CLAUDIA KAUSLER
IM KOHLHOF 15
22397 HAMBURG GERMANY

CLAUDIA KOOK
PFAUENWEG 14
88048 FRIEDRICHSHAFEN GERMANY

CLAUDIA KORZEKWA
BERLINER STR 66A
14169 BERLIN GERMANY

CLAUDIA KOSCHNITZKI
RAIFFEISENSTRASSE 34
86381 KRUMBACH/SCHWABEN, GERMANY

CLAUDIA KRUPOP
DR STEINHUBEL & V BUTTLAR RECHTSANWALTE
LÖEFFELSTRASSE 44
70597 STUTTGART GERMANY

CLAUDIA OR REINER ACKERMANN
FELDBERGSTR. 14
EISINGEN 75239 GERMANY

CLAUDIA PAETZOLD
WAELDER 1
87789 WORINGEN GERMANY

CLAUDIA PFREUNDT
TORWEG 40
67705 STELZENBERG GERMANY

CLAUDIA PFREUNDT
TORWEG 40
STELZENBERG 67705 GERMANY

CLAUDIA PRIEWE
SEESTRASSE 32
30171 HANNOVER GERMANY

CLAUDIA STIGNANI - ERNESTINA FEDERICI
VIA C. GHIRADACCI 8
40137 BOLOGNA (BO) ITALY

CLAUDIA ZANGHIRELLA
VIA COLLI 25
10070 BARBANIA (TO) ITALY

CLAUDIO VANELLI CORALLI
VIA DEL GRILLI N 17/TRAL, VILLA S MARTINO
48022 LUGO (RAVENNA) ITALY

CLAUS KNAPPSTEIN
HERMANN-LÖNS-WEG 33
42697 SOLINGEN GERMANY

CLAUS LANGNER
HUMPERDINCKSTRASSE 2
06844 DESSAU ROBLAU GERMANY

CLAUS LANGNER
HUMPERDINCKSTRASSE 2
06844 DESSAU-ROSSLAU, GERMANY

CLAUS LANGNER
HUMPERDINCKSTRASSE 2
06844 DESSAU-ROSSLAU, GERMANY

CLAUS-DIETER KOENIG
MANDELRING 46
67433 NEUSTADT A.D.W. GERMANY

CLELIA SAPONARO
CALLE NAYRA 152 APARTADO DE CORREO 116
35120 ARGUINEGUIN (MOGAN)- LAS PALMAS G.C. SPAIN

CLEMENS JUNG
ODERWEG 37
D-34131 KASSEL GERMANY

CLEMENS ROOSEN
LEONHARD-JANSEN-STR. 4
BRUEGGEN 41379 GERMANY

CLEMENS ROOSEN
LEONHARD-JANSEN-STR. 4
D-41379 BRUEGGEN GERMANY

CLEMENT HAIDER
HOFGARTENSTR 2
86179 AUGSBURG GERMANY

COACCI ALDO
38016508
PIAZZA DEI GIUOCHI DELFICI 1
00194 ROMA (RM) ITALY

CODEGONI CRISTANO
C/O LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N 42
20123 MILANO ITALY

CODEGONI SAMUEL
C/O LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N 42
20123 MILANO ITALY

COLASANTE ANTONIO
VIA DON MINZONI, 12
66034 LANCIANO (CH) ITALY

COLLINS STEWART (CI) LIMITED
PO BOX 328
ST PETER PORT GUERNSEY GY1 3TY

COLLINS STEWART (CI) LIMITED
PO BOX 328
ST PETER PORT GUERNSEY GY1 3TY

COLLU SERGIO
VIA CONTI 17
47042 CESENATICO (FC) ITALY

COLUSSI IVANO AND COLUSSI MARCO
VIA VALLE MANTELLO 31
44100 FERRARA FE ITALY

COMMERFIDI SOC COOP A R L
CASSA DI RISPARMIO DI FERMO SPA
VIA DON ERNESTO RICCI 1
63023 FERMO FM ITALY

COMMERZBANK
ERICH-KURZ-STR 9
10319 BERLIN, GERMANY

COMMERZBANK (SOUTHEAST ASIA) LTD
8 SHENTON WAY
#36-01
SINGAPORE 068811

COMOGLIO CARLO
C/O LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N 42
20123 MILANO ITALY

COMPAGNIA FIDUCIANA DI GENOVA SPA
C/O DLA PIPER LLP (US)
ATTN VINCENT J ROLDAN
1251 AVE OF THE AMERICAS
NEW YORK, NY 10020

COMPAGNIA FIDUCIANA DI GENOVA SPA
C/O DLA PIPER WEISS-TESSBACH RECHTSANWALTE GMBH
ATTN DR CHRISTIAN TEMMEL
SCHOTTENRING 14
A-1010 WIEN/VIENNA AUSTRIA

COMPAGNIA FIDUCIANA DI GENOVA SPA
VIA XX SETTEMBRE
33/3 I-16121
GENOVA ITALY

COMPAGNIA FIDUCIARIA DI GENOVA SPA
VIA XX SETTEMBRE
33/3 L-16121
GENOVA

COMPAGNIE MONEGASQUE DE BANQUE ACTING ON BEHALF
COMPAGNIE MONEGASQUE DE BANQUE (CMB)
DEPARTEMENT JURIDIQUE
23 AVENUE DE LA COSTA
98 000 MONACO (PRINCIPAUTE DE MONACO)

COMPAGNIE MONEGASQUE DE BANQUE ACTING ON
COMPAGNIE MONEGASQUE DE BANQUE (CMB)
DEPARTEMENT JUNDIQUE
23 AVENUE DE LA COSTA
98 000 MONACO (PRINCIPAUTE DE MONACO)

COMPANY MEDIAN TIS AG
HAUPTSTR 2
TUTZING 82327 GERMANY

COMVIS AG IDR JOHST H WEBER
HUNSRUECKSTR 3
D45133 ESSEN GERMANY

CONDAT KG D. GASSER E.
OBERRASEN, 19
I-39030 RASEN/ANTHOLZ ITALY

CONDRO FABRIZIO BEDINI BEATRICE
VIA CIAPPIN 26
18039 VENTIMIGLIA (IM) ITALY

CONFIDENTIA S.A.
VIA V FEBBRAIO 111
ATTN MR M UGOLINI
REPUBBLICA DI SAN MARINO
47895 - DOMAGNANO REPUBLIC DI SAN MARINO

CONNY BERGER
BARKHAUSENSTRASSE 6
01069 DRESDEN GERMANY

CONRAD HOELLIG
MR C HOELLIG
HOCHHEIMER STR 51
99094 ERFURT GERMANY

CONRAD JOEDECKE
GERANIENWEG 7
BUEHL D-77815 GERMANY

CONSTANTIN DOBICZEK
HEINZ-SPIEKER-STR 67
41065 M NCHENGLADBACH GERMANY

CONSTANTINOS LAMBROPOULOS
C/O LOMBARD ODIER DARIER HENTSCHE & CIE
RUE DE LA CORRATERIE 11
CASE POSTALE 5215
1211 GENEVA 11 SWITZERLAND

CONSTANZE RIEHLE
BRAUNEGGER STR 31
D-78462 KONSTANZ GERMANY

CONTRISTANO GERARDO
LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N 42
20123 MILANO ITALY

CONVERTING MACHINERY SIDECO S R L CO MA S SRL
C/O D'ALESSANDRO & PARTNERS - SGE
VIA ANFITEATRO LATERIZIO NO 290
NOLA NAPLES 80035 ITALY

CONVERTING MACHINERY SIDECO S.R.L. (CO MA S SRL)
C/O D'ALESSANDRO & PARTNERS - SGE
VIA ANFITEATRO LATERIZIO NO. 290
80035 NOLA NAPLES ITALY

CONWAY HOLDINGS SA
UBS (LUXEMBOURG) SA
BP2
L-2010 LUXEMBOURG

CONZEMIUS JEAN VICTOR
SCHAEDRUETISHALDE 12
CH-6006 LUZERN

CORA GOTTFREUND
DR STEINHUBEL & V BUTTLAR RECHTSANWALTE
LOEFFELSTRASSE 44
70597 STUTTGART GERMANY

CORALINE INTERNATIONAL SA
VANTERPOOL PLAZA 2ND FLOOR
WICKHAMS CAY 1 ROAD TOWN
TORTOLA BRITISH VIRGIN ISLANDS

CORGAT MECIO WALTER
VIA CARLO FARINI, 2
20154 MILANO ITALY

CORINNA JAKOBI
KOHLESTR 2
D-75365 CALW GERMANY

CORINNA MILAS
UHLANDWEG 76
73776 ALTBACH GERMANY

CORINNA REGENBOGEN
ESTINGER STR 2A
81249 MUNICH GERMANY

CORINNA STUDIER
RUTH-SIEDEL-STR 44
D-17099 GALENBECK GERMANY

CORJA STIFTUNG
IM BIRKENFELD 13 A
65779 KELKHEIM GERMANY

CORNELIA BAUMANN
FRIEDRICH-ENGELS-BOGEN 26
81735 MUNICH GERMANY

CORNELIA MOLL
HOHENZOLLERNSTR 57
80796 MUNICH BAVARIA

CORNELIUS WINERT
IN DER WEBEL 1B
32251 STEMWEDE GERMANY

CORRADO ANNUNZIATA
VIA TITO LIVIO 200
00136 ROMA ITALY

CORRADO PALMIERI
VIA VAL D'AOSTA, 73
73013 GALATINA (LE) ITALY

CORRIGA ANTONIO SORU BENIGNA
50367921
CORRIGA ANTONIO SORU BENIGNA
V CAVOUR 3
9080 SIAMANNA OR ITALY

CORTI ALDA MARIA
BSI SA
VIA MAGATTI 2
6901 LUGAND SWITZERLAND

CORTI DANIELA
LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N 42
20123 MILANO ITALY

CORTINI SAURO
VIA CADUTI PER LA LIBERTA 54
48015 CERVIA (RA) ITALY

COSIMO DE MILATO
VIA SIENA , 6
LEGNANO 20025 ITALY

COSSU MARIA
2392332
VIA DUCA DEGLI ABRUZZI 9
8040 ULASSAI OG ITALY

COSTA ANTONIETTA
71003355
VIA LEOPARDI 27
8040 ARZANA OG ITALY

COUPLE WOLFHARD & SIGRID WALTER
BAHNHOSTER 22
D-75247 BIRKENFELD, GERMANY

COUPLE WOLFHARD & SIGRID WALTER
MR. JONATHAN HOPKINS
616 ALVA PARK DR
EUGENE, OR 97402-2131

COUPLE WOLFHARD & SIGRID WALTER
WOLFHARD WALTER
BAHNHOFSTR 22
D-75217 BIRKENFELD, GERMANY

COUPLE WOLFHARDT & SYRID WALTER
C/O MR JONATHAN HOPKINS
616 ALVA PARK DR
EUGENE, OR 97402-2131

COX PHILIPPE
JORIS V OOSTENRIJKSTRAAT 2/2
3511 KURINGEN BELGIUM

COZZI CARLO
LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N 42
20123 MILANO ITALY

CREDIT ANDORRA SA
ATTN MR JOAN MARC CAMINAL
AV MERITXELL 80 EDIFICI B PLANTA 5
AD500 ANDORRA LA VELLA (ANDORRA)

CREDIT SUISSE
ATT: MR. MARZIO DEGANIS
PIAZZA INDIPENDENZA 5
6830 CHIASSO SWITZERLAND

CREDIT SUISSE (ON BEHALF OF NOTEHOLDERS)
DEFAULT MANAGEMENT - SUWA 42
VETLIBERGSTRASSE 231
CH - 8070 ZUERICH SWITZERLAND

CREDIT SUISSE AG (ON BEHALF OF NOTESHOLDER)
DEFAULT MANAGEMENT SUWA 42
VETLIBERGSTRASSE 231
CH - 8070 ZURICH SWITZERLAND

CREDIT SUISSE AG (ON BEHALF OF NOTESHOLDERS)
DEFAULT MANAGEMENT SUWA 42
VETLIBERGSTRASSE 231
CH 8070 ZURICH SWITZERLAND

CREDIT SUISSE AG (ON BEHALF OF NOTESHOLDER)
DEFAULT MANAGEMENT SUWA 42
VETLIBERGSTRASSE 231
CH 8070 ZURICH SWITZERLAND

CREDIT SUISSE AG SINGAPORE BRANCH
CREDIT SUISSE AG SINGAPORE BRANCH ON BEHALF OF
NOTEHOLDERS
1 RAFFLES LINK # 05-02
SINGAPORE 039393

CREDIT SUISSE AG SINGAPORE BRANCH
ON BEHALF OF NOTE HOLDERS
1 RAFFLES LINK #05-02
039393 SINGAPORE

CREDITO ANTIGIANO SPA
FRANCESCO DI PIETRO ESQ
WUERSCH & GERING LLP
100 WALL STREET 21ST FLOOR
NEW YORK, NY 10005

CREDITO BERGAMASCO SPA
FRANCESCO DI PIETRO ESQ
WUERSCH & GERING LLP
100 WALL ST, 21ST FLOOR
NEW YORK, NY 10005

CREDITO COOPERATIVO AREA PRATESE SOCIETA COOPERATIVA
ATTN FEDERICO TALINI
VIA PUCCI E VERDINI NR 16
59015 CARMIGNANO (PO) ITALIA

CREDITO COOPERATIVO DELL'ADDA E DEL CREMASCO
C/O ORRICK HERRINGTON & SUTCLIFFE LLP
ATTN ALYSSA D ENGLUND ESQ
666 FIFTH AVENUE
NEW YORK, NY 10103

CREDITO COOPERATIVO DELL'ADDA E DEL CREMASCO - CAS
SOCIETA COOPERATIVA
ATTN BARBARA ZAPPON/CLAUDIA MONTICELLI
P ZA V EMANUELE II 6
26027 RIVOLTA D'ADDA CR ITALIA

CREDITO COOPERATIVO FRIULI - SOCIETA COOPERATIVA
ATTN: NEREO ZURINI/LEONARDO BALCONI
VIALE DUODO 5
33100 UDINE ITALIA

CREDITO COOPERATIVO INTERPROVINCIALE VENEZIA
SOCIETA COOPERATIVA
VIA MATTEOTTI 11
ATTN PATRIZIO BASILE
35044 MONTAGNANA ITALY

CREDITO COOPERATIVO RAVENNATE E IMOLESE - SOCIETA COOPERATIVA
ATTN BRUETTI CARAPIA GALEOTTI
PIAZZA DELLA LIBERTA 14
48018 FAENZA RA ITALY

CREDITO COOPERATIVO REGGIANO - SOCIETA COOPERATIVA
ATTN: GIOVANNI MAZZI/ELENA LELLI
VIA PREDIERA 2/A
42030 SAN GIOVANNI Q LA VIANO (RE), ITALIA

CREDITO DI ROMAGNA S P A
ATTN DOTT GARDELLI
VIA RAVEGNANA ANG VIA TRAIANO
47100 FORLI (FC) ITALIA

CREDITO DI ROMAGNA S P A
ORRICK HERRINGTON & SUTCLIFFE LLP
ATTN ALYSSA D ENGLUND ESQ
666 FIFTH AVENUE
NEW YORK, NY 10103

CREDITO ETNEO - BANCA DI CREDITO COOPERATIVO SOCIETA COOPERATIVA
VIA CESARE BECCANA N 1
ATTN ROSARIO TUMELLO
95123 CATANIA ITALY

CREDITO PIEMONTESE SPA
ATTN: FRANCESCO DI PIETRO, ESQ
WUERSCH & GERING LLP
100 WALL STREET 21ST FLOOR
NEW YORK, NY 10005

CREDITO SICILIANO S P A
FRANCESCO DI PIETRO ESQ
WUERACH & GERING LLP
100 WALL STREET 21ST FLOOR
NEW YORK, NY 10005

CREDITO VALTELLINESE SC
ATTN FRANCESCO DE PIETRO ESQ
WUERSCH & GERING LLP
100 WALL STREET 21ST FLOOR
NEW YORK, NY 10005

CREDIUMBRIA BANCA DI CREDITO COOPERATIVO SOCIETA COOPERATIVA
ATTN LUCA CASAVECCHIA
VIA STRADONE 49
06062 CITTA DELLA PIEVE (PG) ITALY

CRESTHILL VENTURES INC. PANAMA CITY .
SALDUBA BUILDING 3RD FLOOR
EAST 53RD. ST
OBARRIO URBANIZATION PANAMA CITY PANAMA

CRISTIANA BIZZARRI
V SLORENZO 30
CARMAGNOLA (TO) ITALY

CRISTINA BERNARDI
VIA TAGLIO 81
41043 COLOMBARO (MO) ITALY

CROCE GAETANO
VIA LUDOVICO ARIOSTO, 86
44100 FERRARA (FE) ITALY

CROSSET DEVELOPMENT HOLDINGS CORP .
SALDUBA BUILDING, 3RD FLOOR
EAST 53RD ST.
URBANIZACION OBARRIO PANAMA CITY PANAMA

CROTTI MAURO
C/O LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N 42
20123 MILANO ITALY

CUCCUREDDU FABIOLA
50388535
PIAZZA SAN HERRIO ESILVANO 8
9078 SCANO DI MONTIFERRO OR ITALY

CUTILLI VITTORIO
VIA BENEDETTO CROCE N30
00162 ROMA ITALY

D & R HOMANN
DIETER & ROSI HOMANN
EICHENDORFFSTR 17
D 61184 KARBEN GERMANY

DA SILVA MARLIEIE
P ZZ LE MEDAGLIE D'ORO 7
00100 ROMA RM ITALY

DAGGETT HOLDINGS INC. .
SALOUBA BUILDING, TOP FLOOR
EAST 53RD STREET
PANAMA CITY, 5 PANAMA

DAGMAR EMPTING
ENGLAENDERSTR 16
47804 KREFELD GERMANY

DAGMAR SCHOLL
OCKERSHAUSER ALLEE 45A
35037 MARBURG GERMANY

D'AGOSTINO GIOVANNI
VIA PALMIERI N 132
SAN GIOVANNI E PAOLO
C.A.P.81013 CAIAZZO (CASERTA) ITALY

DAIKAN JOERG WESTERBARKEY
GRUENWALDER STRASSE 192
D-81545 MUENCHEN GERMANY

DALLA GIACOMA PAOLO
VIA XXIV MAGGIO 57
43100 PARMA ITALY

DANAE GELTINGER
ANGELIKA GELTINGER & (PARENTS)
GEROL MEYER
WILLY-SCHNEIDER-WEG 1
50858 KOLN GERMANY

DANIEL FUSCIARDI RENTZ CHANTAL
51 RUE MARCEL RISSER
F 94290 VILLENEUVE LE ROI FRANCE

DANIEL HAUG
LINDENBUCH 1/1
72290 LOSSBURG, GERMANY

DANIEL JAKOBI
KOHLESTR. 2
D-75365 CALW GERMANY

DANIEL JAKOBI
KOHLESTR. 2
D-75365 CALW/GERMANY

DANIEL KUENZEL
HUENEFELDZEILE 12A
12247 BERLIN GERMANY

DANIEL WEBER
WALLBERGSTR. 10
86415 MERING GERMANY

DANIEL WENDENBURG CANTON
MICHAEL WENDENBURG
C/BEATRIZ DE SUABIA 150A 8I
E 41005 SEVILLA SPAIN

DANIEL WESTPHAL
LUEDINGHAUSER STR.12
D-48163 MUENSTER GERMANY

DANIEL WOLFLE
TURWEG 1-1
D 78239 RIELASINGEN-WORBLINGEN GERMANY

DANIELA BLAZEVIC
ROSENSTEINGASSE 60/1/13
AT - 1170 WIEN AUSTRIA

DANIELA OHNESORGE-NIEMEYER
ANEMONENWEG 47
MARBACH DE 71672 GERMANY

DANIELA WIENERS
KINZIGSTR 50
63571 GELNHAUSEN
GERMANY

DANIELAUGUSTA INVERNIZZI
VIA CARNOVALI 73
BERGAMO IA 24126 ITALY

DANIELAUGUSTA INVERNIZZI
VIA GIOVANNI CARNOVALI 73
24126 BERGAMO ITALY

DANIELE DEGLI ESPOSTI
VIA CIPRIANI 3
40131 BOLOGNA BO ITALY

DANIELE LA VILLA
VIA MARIO PAGANO 35
20145 MILANO, ITALY

DARIJA MUJAN
ROTHSCHILDALLEE 6-8
60389 FRANKFURT AM MAIN GERMANY

DARIUSZ WOJCIECH SKROBOT
ENENKELSTR 28/25
1160 VIENNA AUSTRIA

DARO' FERDINANDO
VIA RAMEITE 27/A
10065 SAN GERMANO (TO) ITALY

DARO' FERDINANDO
VIA RAMEITE 27/A
10065 SAN GERMANO (TO) ITALY

DATA MART CONSULTING GMBH
BEHRINGSTRASSE 16 B
HAMBURG 22765 GERMANY

DAVIDE BARBANO
VIA BOLOGNA 20
VALENZA 15048 ITALY

DAVIDE ERRICHETTI
VIA STRADA BALBATE 3/C
47014 MELDOLA FO ITALY

DAVIDE QUALTIERI
VIA DEGLI ALPINI NR 7
42013 CASALGRANDE (RE) ITALY

DAVOLOS GIUSEPPE
VIA LEVRISI, 3
89900 VIBO VALENTIA ITALY

DAWNE ELISABETH HUBRIG
1 LANCASTER GARDENS WST
ESSEX,CLACTON-ON-SEA, C015QG GREAT BRITAIN

D'AZZEO VINCENZA
LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N 42
20123 MILANO

DE BACKER EDDY
BAKKERIJSTRA 4
1770 LIEDEKERKE BELGIUM

DE BACKER EDDY
BAKKERIJSTRAAT 4
1770 LIEDEKERKE BELGIUM

DE BRAEKELEER JOHNY
KLEEMPUTTENSTR 102
1770 LEIDEKERKE BELGIUM

DE BRUYNE - CHRISTIANE
22 CHEMIN DE GOMEREE
B 6120 CAUN SUZ HEENE BELGIUM

DE CAROLIS EMILIA
VIA ETTORE TROILO, 5
LANCIANO CH 66034 ITALY

DE ERVEN VAN DE HEER J.A.L. VEENMAN DE H
SCHEVENINGSELAAN 150
2554 EX S-GRAVENHAGE NETHERLANDS

DE GROOTE JUDITH
NIEUNE KAPUCYNENSTRAAT 28 B 2
2800 MECHELEN BELGIUM

DE HEER B.R.M.A.L. HOYNG E/O MEVROUW M. HOYNG-KOKJE
BINNENWEG 15
2244 BA WASSENAAR NETHERLANDS

DE HEER C.R. LOKES DE BEER
J VAN OLDENBARNEVELTLAAN 21
2582 NG DEN HAAG NETHERLANDS

DE HEER D.B. ESAJAS
POSTBUS 7028
2701 AA ZOETERMEER, NETHERLANDS

DE HEER F.C.M. SCHRÖDER
WEIDEDREEF 9
2396 JA KOUDEKERK AAN DEN RIJN, NETHERLANDS

DE HEER G.F. CRAMER
BURG. DE MONCHYPLEIN 263
2585 DK 'S-GRAVENHAGE NETHERLANDS

DE HEER G.M. STERKEN
PREDIKANT SWILDENSTRAAT 28
5421 VA GEMERT NETHERLANDS

DE HEER H.E. FABER
NIEBOERWEG 201
2566 GA DEN HAAG, NETHERLANDS

DE HEER J O MOORTHAMER EN/OF MEVROUW J H H MOORT-
TIELSESTRAAT 132
6674 AD HERVELD NETHERLANDS

DE HEER J. KOLFF EN/OF MEVROUW M.M.J.M. KOLF
THEO BOSMANLAAN 14
2355 DB HOOGBADE, NETHERLANDS

DE HEER J. MOLENKAMP EN/OF MEVROUW A. MO
WATERBIESWEG 30
2548 WZ DEN HAAG NETHERLANDS0031703972585

DE HEER S W KOLFF INZ ZONEN VAN KOLFF-HEPKEMA
VAN HEURNLAAN 12
5261 EW VUGHT NETHERLANDS

DE HEER W. SENF EN/OF MEVROUW H. STUURWOL
SURINAMELAAN 17 C
1213 VL HILVERSUM NETHERLANDS

DE HEER W.A.M. DE ROOIJ EN/OF MEVROUW G H I M DE ROO
MAGNOLIALAAN 8
5342 HG OSS NETHERLANDS

DE JONG HENRIETTE
CASINOPLEIN 9
8500 KORTRIJK BELGIUM

DE LORENZO RENATO BIAGIO
VIA MAZZINI 83
75013 FARRANDINA (MT) ITALY

DE LOUVIEN, WILLY
CHAMP DE PRESENNE 5
GREZ-DOICEAU, BELGIUM B-1390

DE LUCA ANNA, GUERRINI RAFFAELE, GUERRINI MARTA
DE LUCA ANNA
VIA DON MINZONI N 77
40121 BOLOGNA, ITALY

DE MANGO FRANCESCO
C/O LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N42
20123 MILANO ITALY

DE NYS VALEER-DESMET
RYKSWEG 15
9870 ZULTE BELGIUM

DE PALMAS ANNA MARIA
VIA BOCCABIANCA 22
63012 CUPRA MARITTIMA AP ITALY

DE SIMONE FULVIA
LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N 42
20123 MILANO ITALY

DE WAEGENEER FIEN
FIEN DE WAEGENEER
LEUVESTRAAT 143A
9320 EREMBODEGEM-BELGIUM

DE WAEGENEER, SVEN
LEUVESTRAAT 143A
9320 EREMBODEGEN BELGIUM

DEBEURNE WILLY
TIELTSESTEENWEG
9800 DEINZE GRAMMENE BELGIUM

DEBORAH MULLER-LENZ
MONREALER STR 17
56761 DUNGENHEIM GERMANY

DEBRAEKELEER JOHNY
KLEEMPUTTENSTRA 102
1770 LIEDEKERKE BELGIUM

DECELLE, PIERRE
31 RUE DU FAUBOURG
B-6110 MONTIGNY-LE-TILLEUL, BELGIUM

DECHAMPS ANDREE
PLACE D'HEPPIGNIES 10
6220 HEPPIGNIES BELGIUM

DEIRETSBACHEROVA LENKA
KAINAROVA 119
616 00 BRNO CZECH REPUBLIC

DEL PRETE GIUSEPPE
VIN DOMENICO FONTANA 2F
NAPOLI ITALY 80100

DELANNOY, PIERRE
RUE DE LE FAUSSE CAVE 12
B-5032 BOSSIERE BELGIUM

DELBO FRANCESCO
C/O LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N 42
20123 MILANO IT

DELHEY
IRMELA DELHEY
DEICHSTR 16
21756 OSTEN GERMANY

DELIO LIBRA
VIA CASALGRASSO 4
POLONGHERA 12030 ITALY

DELPHINE DUGUET
DR ROBERTO POLLAK-AICHELBURG
KAERNTNER STR 37/10
1010 VIENNA AUSTRIA

DELPIERRE RENE
AVMUE DES HETRES 25
1495 VILLERS LA VILLE BELGIQUE

DELROCK, JACQUELINE
RUE HUART CHAPEL 21
B 6000 CHARLEROI BELGIUM

DELZETTI CLIVE
C/O LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N 42
20123 MILANO ITALY

DEMOUSTIER FREDERIC
RUE BARTHELEMY MOLET 129 BTE A
5060 SAMBREVILLE BELGIUM

DENIS OZCHAN
LERCHENAVERSTR 15
80809 MUNCHEN GERMANY

DENNIS FISCHER
SCHNEPFENWEG 13
21629 NEU WULMSTORF GERMANY

DENNIS GROSSE
ALTENDORF 1
99734 NORDHAUSEN GERMANY

DENNIS KNIENTIEDER
STUMPPWEG 7
71665 VAIHINGEN AN DER ENZ GERMANY

DEPAU ANGELA CUGUSI GIUSEPPE
342450 DEPAU ANGELA CUGUSI GIUSEPPE
V LE EUROPA 70
8045 LANUSEI OG ITALY

DEPPI GIANLEO
VIA PIAZZOLA 26 A
31052 MASERADA SUL PIAVE TV ITALY

DERAEDT JACQUES
RUE LAMBERT LOUIS 46 D
6040 JUMET BELGIUM

DESCHAMPS, PIERRE
UBS (LUXEMBOURG) S A
33A AVENUE J F KENNEDY
L-1855 LUXEMBOURG

DESMET ANDRE-CANNOOT LEA
ANDRE DESMET
BREMTSTRAAT 95
9320 NIEUWERKERKEN BELGIUM

DESMET MARTIN
LEIHOEKSTRAAT 37
9870 MACHELEM - ZULTE BELGIUM

DESSY, JEAN LOUIS
9 RUE TIENNE DU FIRE
6120 HAM-S-HEURE BELGIUM

DESY RAYMOND
RUE DES PENSEES 18
1030 BRUXELLES, BELGIUM

DETAILLEUR GRETA
RYKSWEG 144B
9870 ZULTE BELGIUM

DETLEF BECKER
ULRICHSTRASSE 22
OSTFILDERN 73760 GERMANY

DETLEF BRUESER
NOLDESTRASSE 20
53844 TROISDORF GERMANY

DETLEF GOMBERT
GNEISTSTR 9
14193 BERLIN GERMANY

DETLEF HENKELMANN
BRESLAUER STRASSE 6
48599 GRONAU GERMANY

DETLEF KUHN
SPINDECKSFELD 80
40883 RATINGEN GERMANY

DETLEF SCHILD
GUELDSOELLERWEG 59
D 61350 BAD HOMBURG GERMANY

DETLEF SCHILDBACH
AM FEHLBERG 29
REICHSHOF-ECKENHAGEN D-51580 GERMANY

DETLEV BAND
MISPELWEG 19
HANNOVER 30419 GERMANY

DETLEV HINTZ
SCHUBERSTR 40
28209 BREMEN GERMANY

DETLEV HINTZ
SCHUBERSTR 40
28209 BREMEN GERMANY

DETLEV WEICHERT
BEEKEFELDSWEG 24A
D 31515 WUNSTORF GERMANY

DETRAUX POL
RUE DES ORNEAUX 7
5310 NOVILLE SUR MEHAIGNE BELGIUM

DEUTSCH, OLGA
BEI OTTO HENNING
LICHSTR 30
51373 LEVERKUSEN GERMANY

DEUTSCH, OLGA
BEI OTTO HENNING
LICHSTR 30
51373 LEVERKUSEN, GERMANY

DEUTSCHE BANK SECURITIES INC.
ATTN: RICHARD VICHADITH
60 WALL STREET
NEW YORK, NY 10005

DEUTSCHE BANK SECURITIES INC.
ROBERT M DOMBROFF ESQ
BINGHAM MCCUTCHEN LLP
399 PARK AVENUE
NEW YORK, NY 10022

DEVOS MARLEEN
VAARTSTRAAT 12
9870 ZULTE BELGIUM

DEVOS MARLEEN
VAARTSTRAAT 12
9870 ZULTE-MACTTELEM BELGIUM

DEWETROT DEGEYTER
BISDONKSTRAAT 1
9870 ZULTE BELGIUM

DEXIA PRIVATEBANK SCHWEIZ LTD
BEETHOVENSTRASSE 48
PO BOX 2192
CH 8022 ZURICH, SWITZERLAND

DEXIA PRIVATEBANK SCHWEIZ LTD.
BEETHOVENSTRASSE 48
PO BOX 2192
CH 8022 ZURICH SWITZERLAND

DI CLEMENTE, MARIO & CIARROCCHI, SERAFINA
C/O CASSA DI RISPARMIO DI FERMO S.P.A.
VIA DON ERNESTO RICCI 1
63023 FERMO (FM) ITALY

DI DORRER FRANZ
RIEGERSBURG 132
8333 RIEGERSBURG AUSTRIA

DI ERNST RENNER
UNT BREITENWEG 63
A 8042 GRAZ AUSTRIA

DI FERNINANDO DOMENICA
LA SCALA
STUDIO LEGALE E TRIBUTANO
CORSO MAGENTA N 42
20123 MILANO ITALY
MILANO,

DI GIORGIO DOMENICO
LA SCALA
STUDIO LEGALE E TRIBUTARIO
CORSO MAGENTA N 42
20123 MILANO ITALY

DI GIROLAMO ANDREA
VIA ALDO MANUZIO 97
153 ROMA RM ITALY

DI MAIO VINCENZO
VIA SAN GIACOMO DEI CAPRISI
80128 NAPOLI ITALY

DI MARTINO ALFREDO
VIA E DE MARINIS 48
84013 CAVA DEI TIRRENI ITALY

DI PALMA RICCARDINA, D'ANGELO G LUCA
GIAN LUCA D'ANGELO
VIA S GIOVANNI BOSCO N 93
21056 INDUNO OLONA (VA) - VARESE, ITALIA

DI STEFANO MARCO
VIA CAMBRO 2 A
00199 ROMA (RM) ITALY

DIANA GLUNT
1604 HOPEWELL RD
FOUNTAIN CITY, IN 47341

DIANA LIEBIG
R-LUXEMBURG- STR 44
03222 LUBBENAU GERMANY

DICRISTOFARO ALBERTO FEDOSEEVA TATIANA
VIA DELL'ABOUT 6
IVREA (TO) - 10015 ITALY

DICRISTOFARO ALBERTO-FEDOSEEVA TATIANA
VIA DELL ABOUT 6
IVREA TO 10015 ITALY

DIERK MEYER
RABOISENSTR. 21A
25336 ELMSHORN GERMANY

DIETBERT SZAMEITAT
ZOSEF-BLATTMANN-STR. 8
D-77948 FRIESENHEIM GERMANY

DIETER & LYDIA GOTTSCHALK
HOLZSTR 11B
D65197 WIESBADEN GERMANY

DIETER AND URSULA MATTSCHENZ
TRIFTSTRASSE 10
DE-17424 SEEBAD HERINGSdorf, GERMANY

DIETER APFELBACH
UHLANDSTR. 11
74239 HARDTHAUSEN, GERMANY

DIETER BOGNER
BACHWIESE 1 A
94121 SALZWEG GERMANY

DIETER BUCK
FAHRSTR 18
21756 OSTEN GERMANY

DIETER DEGNER
DIETER DEGNER & INGEORG DEGNER
JAUERSTR. 35
NUERNBERG GERMANY 90473

DIETER ERNESTI
PRIMELWEG 7
88662 UBERLINGEN GERMANY

DIETER FIDELAK
WRANGELPARK 13
D22605 HAMBURG GERMANY

DIETER FROSCH
SECHSAECKER 32
34246 VELLMAR GERMANY

DIETER GOMBERT
CARMERSTR 5
10623 BERLIN GERMANY

DIETER HALLERMANN
OLLE BEEK 5
46569 HUENXE GERMANY